WARRANTY DEED

STATE OF TENNESSEE
COUNTY OF WILLIAMSON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 295,000.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 21st DAY OF July 19 95

Notary Public

MY COMMISSION EXPIRES: January 27, 1996
(AFFIX SEAL)

ELIZABETH J. SMITH NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

THIS INSTRUMENT WAS PREPARED BY

Lassiter, Tidwell & Hildebrand, Attys., 428 Wilson Pike Circle, Brentwood, TN 37027

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Marshall Grant Neely III (NAME)	New Owners (NAME)	24 27 (Williamson)
9086 Old Harding Road (ADDRESS)	(ADDRESS)	(") 23 87.02
Franklin, TN 37064 (CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	177 77 (Davidson)

FOR AND CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, Michael G. Underwood and wife, Melese B. Underwood (one and the same as Gregory Underwood and wife, Melese Underwood)

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO Marshall Grant Neely III and wife, Maja Diana Neely

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN Davidson and Williamson COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO-WIT:

SEE ATTACHED EXHIBIT "A" FOR LEGAL DESCRIPTION

00081076

IDENTIFICATION REFERENCE

95 JUL 21 PM 1:50

REGISTER
DAVIDSON CO. TN.

3369 07/21 0101 03CHECK 1104.50

unimproved ( )
This is improved (X) property, known as 9086 Old Harding Road, Franklin, TN 37064
(House Number) (Street) (P.O. Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns forever; and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hand s this 21st day of July 19 95

Michael G. Underwood

Michael G. Underwood

Melese B. Underwood

Melese B. Underwood

STATE OF TENNESSEE

BOOK 9737 PG 70

COUNTY OF WILLIAMSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Michael G. Underwood and wife, Melese B. Underwood

the bargainor s, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who acknowledged that they executed the within instrument for the purposes therein contained. Witness my hand and official seal at Brentwood, Tennessee, this 21st day of July, 19 95.

Commission expires January 27, 1996

Notary Public

STATE OF TENNESSEE
COUNTY OF

Before me, _____ a Notary Public within and for the State and County aforesaid, personally appeared _____ and _____ with whom I am personally acquainted and who upon _____ oath(s) acknowledged _____ to be the _____ and _____ respectively of the _____ the within named bargainor, and corporation, and that _____ as such _____ and _____ being authorized so to do, execute the foregoing instrument for the purposes therein contained by signing the name of the corporation, by the said _____ as such _____, and attesting the same by the said _____ as such _____.

Witness my hand and official seal at office at _____ on this the _____ day of _____ 19_____.

My commission expires _____

Notary Public

ELIZABETH J. SMITH NOTARY PUBLIC AT LARGE STATE OF TENNESSEE My Commission Expires: 1-27-96

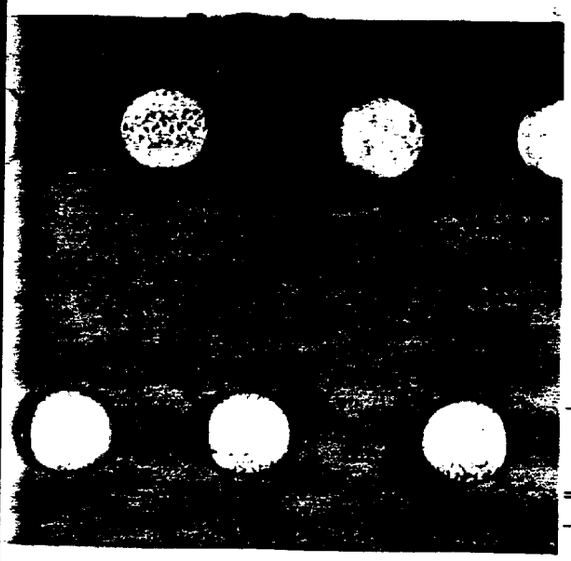
EXHIBIT "A"

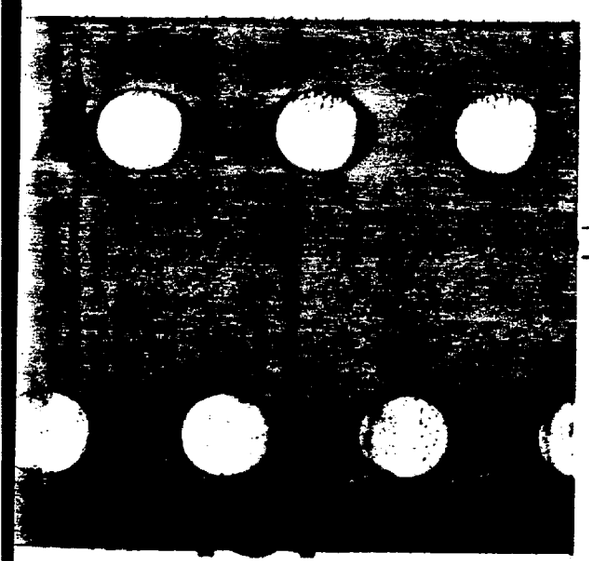
Land lying in the 14th Civil District of Davidson County, TN, and the 1st Civil District of Williamson County, TN, and bounded in general on the north by South Harpeth River, east by Denton, south by Old Harding Road, and on the west by Sullivan, and being shown on the Property Map 177, Davidson County, and on Property Maps 23 & 24, Williamson County, and being more particularly described as follows:

Begining at an iron rod (old) in the northerly right of way of Old Harding Road, said rod being 25 feet from the center of said road and said rod being the southwest corner of the John H. Denton, et ux, property (Book 6235, page 144, RODC); thence with the northerly right of way of Old Harding Road S 83 deg. 12 min. 40 sec. W 392.02' to an iron rod (old), said rod being the southeast corner of the A. Johnson Sullivan, et ux, property (Book 186, page 44, ROWC); thence with Sullivan's easterly property line N 08 deg. 44 min. 17 sec. E 854.83' to an iron rod (old), Sullivan's northeast corner; thence with Sullivan's northerly property line N 78 deg. 59 min. 31 sec. W, passing an axle (old) that marks Sullivan's northwest corner, and the northeast corner of the James Abernathy, et ux, property (Book 137, page 463, ROWC) at 438.45', and a total of 644.45' to a point in the center of South Harpeth River; thence with the same N 57 deg. 33 min. 45 sec. E 952.02' to a point in said river, being the northwest corner of the John H. Denton, et ux, property (Book 6235, page 144, RODC); thence with Denton's westerly property line S 03 deg. 32 min. 12 sec. E, passing a steel post (old) at 598.84', passing a steel post (old) at 1,264.16', and a total distance of 1435.00' to the point of beginning, containing 12.003 acres, more or less, according to a survey by M. Gregory Underwood, RLS #1299, 9086 Old Harding Road, Franklin, TN, plat dated May 10, 1995.

Being the same property conveyed to Gregory Underwood and wife, Melese Underwood, by deed from Charles S. Sullivan and wife, Robbin F. Sullivan, of record in Book 6076, page 931, Register's Office for Davidson County, TN, and in Book 447, page 206, Register's Office for Williamson County, TN, and being the same property conveyed to Michael G. Underwood and wife, Melese B. Underwood, by deed from Dennis A. Gore, Jr. and wife, Edwina E. Gore, of record in Book 9116, page 968, Register's Office for Davidson County, TN, and in Book 1125, page 706, Register's Office for Williamson County, TN. Gregory Underwood and Michael G. Underwood are one and the same person. Melese Underwood and Melese B. Underwood are one and the same person.

Subject to a 10' public utility easement to Harpeth Valley Utilities District which is 10' in width and runs adjacent and parallel to the southerly boundary of the above described tract (Old Harding Road northerly right of way); restrictive covenants in Book 5185, page 614, Register's Office for Davidson County, TN; an easement for the flow of the South Harpeth River; and a 40' easement to Middle Tennessee Electric for the electric service line leading to the existing residence, of record in Book 1168, page 331, Register's Office for Williamson County, TN.





OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9737 PG 72

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			CAMT	
				295000.00
			CON TX	1091.50
			PRFEE	1.00
			WDEED	12.00
			TOTAL	1104.50
			CHECK	1104.50
07/21/95	01		13:52 0001	3369

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

00081076
IDENTIF. # REFERENCE

95 JUL 21 PM 1:50

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 932454